

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

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<u>In re</u>)	Chapter 11
)	
Paragon Offshore plc, et al.,)	Case No 16-10386 (CSS)
)	
Debtors.)	(Jointly Administered)
<hr/>)	

SCHEDULES OF ASSETS AND LIABILITIES FOR

PARAGON HOLDING NCS 2 S.A R.L.

Case No: 16-10401 (CSS)



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**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

GLOBAL NOTES AND STATEMENT OF LIMITATIONS, METHODOLOGY, AND DISCLAIMER REGARDING DEBTOR'S SCHEDULES AND STATEMENTS

General

The Schedules of Assets and Liabilities (collectively, the "Schedules") and the Statements of Financial Affairs (collectively, the "Statements" and, together with the Schedules, the "Schedules and Statements") filed by Paragon Offshore plc and its affiliated debtors and debtors in possession (collectively, the "Debtors") in these jointly administered chapter 11 cases (the "Chapter 11 Cases") pending in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") were prepared, pursuant to section 521 of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), by management of the Debtors, with the assistance of the Debtors' court-appointed advisors, and are unaudited. While the Debtors' management has made every reasonable effort to ensure that the Schedules and Statements are as accurate and complete as possible under the circumstances, based on information that was available to it at the time of preparation, subsequent information or discovery may result in material changes to these Schedules and Statements, and inadvertent errors or omissions may have occurred. As the Schedules and Statements contain unaudited information, which is subject to further review, verification, and potential adjustment, there can be no assurance that these Schedules and Statements are complete. The Debtors reserve all rights to amend the Schedules and Statements from time to time, in all respects, as may be necessary or appropriate, including, but not limited to, the right to dispute or otherwise assert offsets or defenses to any claim reflected in the Schedules and Statements as to amount, liability, or classification, or to otherwise subsequently designate any claim as "disputed," "contingent," or "unliquidated." Furthermore, nothing contained in the Schedules and Statements shall constitute a waiver of rights with respect to these Chapter 11 Cases, including, but not limited to, issues involving substantive consolidation, equitable subordination and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and other relevant non-bankruptcy laws to recover assets or avoid transfers.

The Schedules and Statements have been signed by Steven Manz, Chief Financial Officer of Paragon Offshore plc and authorized representative of all debtors. Accordingly, in reviewing and signing the Schedules and Statements, Mr. Manz necessarily relied upon the efforts, statements, and representations of the Debtors' other personnel and professionals. Mr. Manz has not (and could not have) personally verified the accuracy of each such statement and representation, including, for example, statements and representations concerning amounts owed to creditors, classification of such amounts, and their addresses. The Debtors' production, finance, and accounting systems were primarily designed and used to manage their daily operations with a secondary focus on the creation of consolidated and consolidating financial statements. As such, certain assets, liabilities, or cash payments may have been reported on one legal entity in these Schedules and Statements, while the beneficiary of the transaction may have been another Debtor.

These Global Notes and Statement of Limitations, Methodology, and Disclaimer Regarding the Debtors' Schedules and Statements (the "Global Notes") are incorporated by reference in, and comprise an integral part of, the Schedules and Statements, and should be referred to and considered in connection with any review of the Schedules and Statements.

In the event that the Schedules and Statements differ from the Global Notes, the Global Notes shall control.

Description of the Cases

On February 14, 2016 (the "Petition Date"), the Debtors filed voluntary petitions for relief under the Bankruptcy Code in the Bankruptcy Court. The Chapter 11 Cases have been consolidated for the purpose of joint administration under Case No. 16-10386. The Debtors continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Each Debtor's fiscal year ends on December 31st. All asset information, except where otherwise noted, is as of February 29, 2016. The liability information, except where otherwise noted, is as of the close of business on the Petition Date. All bank cash balances are as of the Petition Date.

Basis of Presentation

For financial reporting purposes, prior to the Petition Date, the Debtors prepared consolidated financial statements that were audited annually. Combining the assets and liabilities set forth in the Schedules and Statements of the Debtors would result in amounts that could be substantially different from financial information regarding Paragon Offshore plc and its subsidiaries that would be prepared on a consolidated basis under Generally Accepted Accounting Principles ("GAAP"). Therefore, these Schedules and Statements do not purport to represent financial statements prepared in accordance with GAAP nor are they intended to fully reconcile to the financial statements prepared by the Debtors. Unlike the consolidated financial statements, these Schedules and Statements reflect the assets and liabilities of each separate Debtor, except where otherwise indicated. Information contained in the Schedules and Statements has been derived from the Debtors' books and records and historical financial statements. The fair market value of real and personal property may vary materially from the net book value presented herein.

Current Market Value and Net Book Value

In many instances, current market valuations are neither maintained by nor readily ascertainable by the Debtors. It would be prohibitively expensive and unduly burdensome to obtain current market valuations of the Debtors' property interests that are not maintained or readily ascertainable. Accordingly, unless otherwise indicated, the Schedules and Statements reflect the net book values as of February 29, 2016, rather than current market values, of the Debtors' assets as of February 29, 2016 and may not reflect the net realizable value. For this reason, amounts ultimately realized will vary, potentially materially, from net book value. Additionally, the amount of certain assets and liabilities may be "undetermined," and, thus, ultimate assets and liabilities may differ materially from those stated in the Schedules and Statements.

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Amendment

Reasonable efforts have been made to prepare and file complete and accurate Schedules and Statements; however, inadvertent errors or omissions may exist. The Debtors reserve all rights to amend and/or supplement the Schedules and Statements from time to time as is necessary and appropriate.

Confidential or Sensitive Information

There may be instances in which certain information in the Schedules and Statements intentionally has been redacted due to the nature of an agreement between a Debtor and a third party, concerns about the confidential or commercially sensitive nature of certain information, or concerns for the privacy of an individual. Any alterations will be limited to only what is necessary to protect the Debtor or third party and will provide interested parties with sufficient information to discern the nature of the listing.

Causes of Action

Despite their reasonable efforts to identify all known assets, the Debtors may not have listed all of their causes of action or potential causes of action against third parties as assets in their Schedules and Statements, including, but not limited to, avoidance actions arising under chapter 5 of the Bankruptcy Code and actions under other relevant non-bankruptcy laws to recover assets. The Debtors reserve all of their rights with respect to any claims, causes of action, or avoidance actions they may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any such claims, causes of actions, or avoidance actions or in any way prejudice or impair the assertion of such claims.

Recharacterization

The Debtors have made reasonable efforts to correctly characterize, classify, categorize, and designate the claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements. However, due to the complexity and size of the Debtors' business, the Debtors may have improperly characterized, classified, categorized, or designated certain items. The Debtors thus reserve all of their rights to recharacterize, reclassify, recategorize, or redesignate items reported in the Schedules and Statements at a later time as necessary or appropriate as additional information becomes available.

Claim Description

Any failure to designate a claim in the Schedules and Statements as "contingent," "unliquidated," or "disputed" does not constitute an admission by the Debtors that such claim or amount is not "contingent," "unliquidated," or "disputed." The Debtors reserve all of their rights to dispute, or to assert offsets or defenses to, any claim reflected on their Schedules or Statements on any grounds, including, but not limited to, amount, liability, priority, status, or classification, or to otherwise subsequently designate any claim as "contingent," "unliquidated," or "disputed." Moreover, the Debtors reserve all of their rights to amend their Schedules and Statements as necessary and appropriate, including, but not limited to, with respect to claim description and designation.

Unliquidated Claim Amounts

Claim amounts that could not be readily quantified by the Debtors are scheduled as "unliquidated" or "undetermined".

Zero Dollar Amounts

Amounts listed as zero are either \$0, unliquidated or undetermined.

Undetermined Amounts

The description of an amount as "undetermined" is not intended to reflect upon the materiality of such amount.

Valuation

It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate assets for the Debtors to obtain current market valuations of all of their assets. Accordingly, unless otherwise indicated, net book values as of February 29, 2016 are reflected on the Schedules and Statements. Exceptions to this include operating cash and certain other assets. Operating cash is presented at bank balances as of the Petition Date. Certain other assets, such as investments in subsidiaries and other intangible assets, are listed at undetermined amounts, as the net book values may differ materially from fair market values. Amounts ultimately realized may vary from net book value (or whatever value was ascribed) and such variance may be material. Accordingly, the Debtors reserve all of their rights to amend or adjust the value of each asset set forth herein. In addition, the amounts shown for total liabilities exclude items identified as "unknown" or "undetermined" and, thus, ultimate liabilities may differ materially from those stated in the Schedules and Statements.

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Specific Notes

These Global Notes are in addition to the specific notes set forth in the Schedules and Statements of the individual Debtor entities. The fact that the Debtors have prepared a Global Note with respect to a particular Schedule or Statement and not as to others does not reflect and should not be interpreted as a decision by the Debtors to exclude the applicability of such Global Note to any or all of the Debtors' remaining Schedules or Statements, as appropriate. Disclosure of information in one Schedule, one Statement, or an exhibit or attachment to a Schedule or Statement, even if incorrectly placed, shall be deemed to be disclosed in the correct Schedule, Statement, exhibit, or attachment.

Liabilities

The Debtors have sought to allocate liabilities between the prepetition and postpetition periods based on the information and research that was conducted in connection with the preparation of the Schedules and Statements. As additional information becomes available and further research is conducted, the allocation of liabilities between prepetition and postpetition periods may change. The Debtors reserve the right to amend the Schedules and Statements as they deem appropriate in this regard.

Excluded Assets and Liabilities

The Debtors have excluded certain categories of assets, tax accruals, and liabilities from the Schedules and Statements, including employee benefit accruals, accrued accounts payable, and deferred gains. The Debtors also have excluded rejection damage claims of counterparties to executory contracts and unexpired leases that may be rejected, to the extent such damage claims may exist. In addition, certain immaterial assets and liabilities may have been excluded. Pursuant to certain Bankruptcy Court orders, the Debtors have been granted authority to pay certain prepetition obligations to, among others, employees, vendors, and taxing authorities. Accordingly, these liabilities may have been or may be satisfied in accordance with such orders and therefore may not be listed in the Schedules and Statements.

Leases

The Debtors have not included in the Schedules and Statements the future obligations of any capital or operating leases.

Contingent Assets

The Debtors believe that they may possess certain claims and causes of action against various parties. Additionally, the Debtors may possess contingent claims in the form of various avoidance actions they could commence under the provisions of chapter 5 of the Bankruptcy Code and other relevant non-bankruptcy laws. The Debtors, despite reasonable efforts, may not have set forth all of their causes of action against third parties as assets in their Schedules and Statements. The Debtors reserve all of their rights with respect to any claims, causes of action, or avoidance actions they may have and nothing contained in these Global Notes or the Schedules and Statements shall be deemed a waiver of any such claims, avoidance actions, or causes of action or in any way prejudice or impair the assertion of such claims.

The Debtors may also possess contingent and unliquidated claims against affiliated entities for various financial accommodations and similar benefits they have extended from time to time, including contingent and unliquidated claims for contribution, reimbursement and/or indemnification arising from, among other things, (i) letters of credit, (ii) notes payable and receivable, (iii) surety bonds, (iv) guaranties, (v) indemnities, and (vi) warranties. Additionally, prior to the relevant Petition Date, each Debtor, as plaintiff, may have commenced various lawsuits in the ordinary course of its business against third parties seeking monetary damages. Each Debtor's Schedule A/B, Question 74 contains a listing of these actions.

Guaranties and Other Secondary Liability Claims

The Debtors have made reasonable efforts to locate and identify guaranties and other secondary liability claims (collectively, "Guaranties") in each of the executory contracts, unexpired leases, secured financings, debt instruments and other such agreements to which any Debtor is a party. Where Guaranties have been identified, they have been included in the relevant Schedule for the Debtor or Debtors affected by such Guaranties. The Debtors have placed the Guaranties on Schedule H for both the primary obligor and the guarantor of the relevant obligation. Guaranties were additionally placed on Schedule D or E/F for each guarantor, except to the extent they are associated with obligations under an executory contract or unexpired lease identified on Schedule G. It is possible that certain Guaranties embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments and other such agreements may have been inadvertently omitted. The Debtors reserve their rights to amend the Schedules to the extent additional Guaranties are identified or such Guaranties are discovered to have expired or be unenforceable. In addition, the Debtors reserve the right to amend the Schedules and Statements and to recharacterize or reclassify any such contract or claim, whether by amending the Schedules and Statements or in another appropriate filing. Additionally, failure to list any Guaranties in the Schedules and Statements, including in any future amendments to the Schedules and Statements, shall not affect the enforceability of any Guaranties not listed.

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Intellectual Property Rights

Exclusion of certain intellectual property shall not be construed to be an admission that such intellectual property rights have been abandoned, have been terminated, or otherwise have expired by their terms, or have been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction. Conversely, inclusion of certain intellectual property shall not be construed to be an admission that such intellectual property rights have not been abandoned, have not been terminated, or otherwise have not expired by their terms, or have not been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction. Accordingly, the Debtors reserve all of their rights with respect to the legal status of any and all intellectual property rights.

Fiscal Year

Each Debtor's fiscal year ends December 31st.

Currency

Unless otherwise indicated, all amounts are reflected in U.S. dollars.

Property and Equipment

Unless otherwise indicated, owned property and equipment are stated at net book value as of February 29, 2016.

The Debtors may lease furniture, fixtures, and equipment from certain third party lessors. Any such leases are set forth in the Schedules and Statements. Nothing in the Schedules and Statements is or shall be construed as an admission as to the determination as to the legal status of any lease (including whether any lease is a true lease or a financing arrangement), and the Debtors reserve all of their rights with respect to same.

Setoffs

The Debtors have not offset amounts listed on Schedules B, D, E or F. Nonetheless, some amounts listed may have been affected by setoffs by third parties of which the Debtors are not yet aware. The Debtors reserve all rights to challenge any setoff and/or recoupment rights which may be asserted.

Claims of Third-Party Related Entities

While the Debtors have made every effort to properly classify each claim listed in the Schedules as being either disputed or undisputed, liquidated or unliquidated, and contingent or noncontingent, the Debtors have not been able to fully reconcile all payments made to certain third parties and their related entities on account of the Debtors' obligations to same.

Interest in Subsidiaries and Affiliates

Paragon Offshore plc directly or indirectly owns all or part of the subsidiaries and affiliates that are also Debtors. Interests in subsidiaries arise from stock ownership. Each Debtor's Schedule A/B, Question 15 contains a listing of Paragon Offshore plc and its affiliates and includes ownership interests in the related affiliates and partnerships of each corporate affiliate.

Umbrella Or Master Service Agreements

Contracts listed in the Schedules and Statements may be umbrella or master service agreements that cover relationships with some or all of the Debtors. Where relevant, such agreements have been listed in the Schedules and Statements only of the Debtor that signed the original umbrella or master agreement. These master service agreements have been listed in Schedule G, but do not reflect any decision by the Debtor as to whether or not such agreements are executory in nature.

Insiders

The Debtors have attempted to include all payments made over the 12 months preceding the Petition Date to any creditor deemed an "insider." For these purposes, "insider" is defined as (a) directors, (b) senior level officers, (c) equity holders holding in excess of 5% of the voting securities of Paragon Offshore plc, (d) Debtor affiliates, and (e) relatives of any of the foregoing (to the extent known by the Debtors). The listing of a creditor as an "insider," however, is not intended to be nor should be construed as a legal characterization of such creditor as an insider and does not act as an admission of any fact, claim, right, or defense, and all such rights, claims, and defenses are hereby expressly reserved.

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Payments

The financial affairs and business of the Debtors are complex. Prior to the Petition Date, the Debtors participated in a consolidated cash management system through which certain payments were made by one entity on behalf of another. Certain payments in the Schedules and Statements may have been made prepetition by one entity on behalf of another entity. For additional information about the Debtors' cash management protocols, see Motion of Debtors for Entry of (I) Interim and Final Authority to (A) Continue Existing Cash Management System, (B) Maintain Business Forms and Existing Bank Accounts, and (C) Continue Intercompany Arrangements; (II) Waiver of the Requirements of Section 345(b) of the Bankruptcy Code; and (III) Related Relief, dated February 14, 2016 [D.I. 9].

Intercompany Claims and Transfers

Receivables and payables among the Debtors in these cases and non-debtor affiliates (each an "Intercompany Receivable" or "Intercompany Payable") are not reported in the Schedules. The Debtors are still in the process of analyzing intercompany transactions, including, but not limited to, the appropriate characterization of such intercompany balances and the amounts of such balances.

The Debtors reserve their rights, except as otherwise agreed pursuant to a stipulation, agreed order, or determined by a general order entered by the Bankruptcy Court, to amend the Schedules and Statements with respect to intercompany transactions.

Totals

All totals that are included in the Schedules and Statements represent totals of all the known amounts included in the Schedules and Statements.

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SPECIFIC NOTES REGARDING SCHEDULE A/B

Real and Personal Property

The Debtors are continuing their review of all relevant documents and reserve the right to amend all Schedules at a later time as necessary, or otherwise recharacterize their interests in such real and personal property at a later date. The Debtors reserve all of their rights, but shall not be required, to recategorize and/or recharacterize such asset holdings at a later time to the extent that the Debtors determine that such holdings were improperly listed.

The Debtors' failure to list any property on Schedule A/B should not be construed as a waiver of any such rights that may exist, whether known or unknown at this time.

Exclusion of certain intellectual property shall not be construed as an admission that such intellectual property rights have been abandoned, terminated, assigned, expired by their terms, or otherwise transferred pursuant to a sale, acquisition, or other transaction.

Schedule A/B, Part 4, Question 15

For interests in incorporated and unincorporated businesses, please refer to Organization Structure diagram located after Part 4.

Schedule A/B, Part 8, Question 53

Desktop appraisals to assess the Fair Market Valuation of the Paragon Offshore fleet were conducted in March 2015 by a rig broker, Bassoe Offshore, in accordance with the requirements of the credit agreements.

Schedule A/B, Part 10, Question 60

All Trademarks are listed under entity Paragon Offshore plc as the owner of the other legal entities.

Schedule A/B, Part 10, Question 63

For confidentiality reasons, the debtors have not provided a customer list.

Schedule A/B, Part 11, Question 70

Please refer to Schedule G for a listing of all executory contracts. The valuations as to the debtors interest in these agreements is unknown at the time of filing.

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Schedule A/B: Assets — Real and Personal Property

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- No. Go to Part 2.
- Yes. Fill in the information below.

General description	Type of account (if applicable)	Last 4 digits of account # (if applicable)	Current value of debtor's interest
2. Cash on hand			
2.1			
3. Checking, savings, money market, or financial brokerage accounts (Identify all)			
3.1	WELLS FARGO	5235	\$0
4. Other cash equivalents (Identify all)			
4.1			

5. **Total of Part 1.**

Add lines 2 through 4. Copy the total to line 80.

\$0

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Schedule A/B: Assets — Real and Personal Property

Part 2: Deposits and prepayments

6. Does the debtor have any deposits or prepayments?

- No. Go to Part 3.
- Yes. Fill in the information below.

General description	Current value of debtor's interest
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7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

7.1 _____

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

8.1 _____

9. Total of Part 2

Add lines 7 through 8. Copy the total to line 81.

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Schedule A/B: Assets — Real and Personal Property

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- No. Go to Part 4.
- Yes. Fill in the information below.

General description	Face or requested amount	Doubtful or uncollectable	Current value of debtor's interest
11. Accounts receivable			
11a. 90 days old or less:	_____ -	_____ =	_____
11b. Over 90 days old:	_____ -	_____ =	_____
11c. All accounts receivable:	_____ -	_____ =	_____
12. Total of Part 3			_____

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

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Schedule A/B: Assets — Real and Personal Property

Part 4: Investments

13. Does the debtor own any investments?

- No. Go to Part 5.
- Yes. Fill in the information below.

General description	Valuation method used for current value	Current value of debtor's interest
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14. Mutual funds or publicly traded stocks not included in Part 1

Name of fund or stock:

14.1 _____

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

Name of entity:

15.1 _____

16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1

Describe:

16.1 _____

17. Total of Part 4

Add lines 14 through 16. Copy the total to line 83.

Paragon Offshore plc
Organizational Structure
Exhibit Related to Schedule A/B, Part 4, Question 15 and SOFA 25

Count	Debtor	Legal Entity Name	Parent	% Ownership	US Federal Tax ID
1	x	Paragon Offshore plc (UK)			98-1146017
2		Paragon Offshore Drilling AS (Norway)	Paragon Offshore plc (UK)	100%	
3		Paragon Offshore AS (Norway)	Paragon Offshore Drilling AS (Norway)	100%	
4		Paragon Seillean AS (Norway)	Paragon Offshore AS (Norway)	100%	
5		Paragon (Seillean) KS (Norway)	Paragon Seillean AS (Norway)/Paragon Offshore AS (Norway)	90% ; 10%	
6		Paragon Offshore Drilling do Brasil Ltda (Brazil)	Paragon Seillean AS (Norway)	100%	
7		Paragon Offshore Drilling (Cyprus) Limited (Cyprus)	Paragon Offshore Drilling AS (Norway)	100%	
8		Paragon Offshore USA Inc. (DE)	Paragon Offshore Drilling AS (Norway)	100%	
9		Kulluk Arctic Services, Inc. (DE)	Paragon Offshore USA Inc. (DE)	100%	
10		Frontier Drilling Nigeria Limited (Nigeria)	Paragon Offshore Drilling AS (Norway)	100%	
11		Frontier Offshore Exploration India Limited (India)	Paragon Offshore Drilling AS (Norway)	49%	
12		Paragon Offshore (Asia) Pte. Ltd. (Singapore)	Paragon Offshore Drilling AS (Norway)	100%	
13		Paragon Offshore Sterling Ltd. (Cayman)	Paragon Offshore plc (UK)	100%	
14		Paragon Offshore Brasil Investimento E Participaco es Ltda. (Brazil)	Paragon Offshore plc (UK)/Paragon Holding SCS 2 Ltd. (Cayman)	99% ; 1%	
15	x	Paragon Offshore Finance Company (Cayman)	Paragon Offshore plc (UK)	100%	98-1186632
16	x	Paragon International Finance Company (Cayman)	Paragon Offshore Finance Company (Cayman)	100%	98-1108126
17	x	Paragon Holding SCS 2 Ltd. (Cayman)	Paragon International Finance Company (Cayman)	100%	98-1124108
18	x	Paragon Leonard Jones LLC (DE)	Paragon Holding SCS 2 Ltd. (Cayman)	100%	26-2718826
19	x	Paragon Holding NCS 2 S.à r.l. (Luxembourg)	Paragon Holding SCS 2 Ltd. (Cayman)	100%	No Tax ID
20	x	Paragon Offshore (Nederland) BV (Netherlands)	Paragon Holding NCS 2 S.à r.l. (Luxembourg)	100%	98-0172832
21	x	Paragon Offshore Contracting GmbH (Swiss)	Paragon Holding NCS 2 S.à r.l. (Luxembourg)	100%	98-0630667
22	x	Paragon (Middle East) Limited (Cayman)	Paragon Holding SCS 2 Ltd. (Cayman)	100%	No Tax ID
23		Paragon Drilling Nigeria Limited (Nigeria)	Paragon Holding SCS 2 Ltd. (Cayman) / Paragon Operating (ME) Ltd. (Cayman)	99.5 % ; 5%	
24		Paragon Offshore Enterprises Ltd. (Cayman)	Paragon Holding SCS 2 Ltd. (Cayman)	100%	
25	x	Paragon Offshore (North Sea) Ltd. (Cayman)	Paragon Holding SCS 2 Ltd. (Cayman)	100%	No Tax ID
26	x	Paragon Offshore International Ltd. (Cayman)	Paragon Holding SCS 2 Ltd. (Cayman)	100%	98-0136103
27		Paragon Drilling Ven, C.A. (Venezuela)	Paragon Offshore International Ltd. (Cayman)	100%	
28		Paragon Offshore Ven C.A. (Venezuela)	Paragon Offshore International Ltd. (Cayman)	100%	
29	x	Paragon Asset (UK) Ltd. (Cayman)	Paragon Holding SCS 2 Ltd. (Cayman)	100%	No Tax ID
30	x	Paragon Asset Company Ltd. (Cayman)	Paragon Holding SCS 2 Ltd. (Cayman)	100%	98-0172832
31	x	Paragon Offshore do Brasil Ltda. (Brazil)	Paragon Holding SCS 2 Ltd. (Cayman)/Paragon Asset Company Ltd. (Cayman)	99% ; 1%	No Tax ID
32	x	Paragon Asset (ME) Ltd. (Cayman)	Paragon Asset Company Ltd. (Cayman)	100%	98-0228362
33		Paragon Operating (ME) Ltd. (Cayman)	Paragon Asset (ME) Ltd. (Cayman)	100%	
34		Artik Drilling Limited, Inc. (Bahamas)	Paragon Asset Company Ltd. (Cayman)	82%	
35		Paragon Offshore (Land Support) Limited (Scotland)	Paragon Asset Company Ltd. (Cayman)	100%	
36		Paragon Offshore Management S. de R.L. de C.V. (Mexico)	Paragon Asset Company Ltd. (Cayman)/Paragon Holding SCS 2 Ltd. (Cayman)	99% ; 1%	
37	x	Paragon Holding SCS 1 Ltd. (Cayman)	Paragon Holding SCS 2 Ltd. (Cayman)	100%	98-1124004
38	x	Paragon Offshore Leasing (Luxembourg) S.à r.l. (Luxembourg)	Paragon Holding SCS 1 Ltd. (Cayman)	100%	98-0635936
39	x	Paragon Offshore Leasing (Switzerland) GmbH (Switzerland)	Paragon Offshore Leasing (Luxembourg) S.à r.l. (Luxembourg)	100%	98-0630669
40	x	Paragon Drilling Services 7 LLC (DE)	Paragon Holding SCS 1 Ltd. (Cayman)	100%	80-0457882
41	x	Paragon FDR Holdings LTD (Cayman)	Paragon Offshore Finance Company (Cayman)	100%	98-0604731
42	x	Paragon Duchess Ltd. (Cayman)	Paragon FDR Holdings LTD (Cayman)	100%	No Tax ID
43	x	PGN Offshore Drilling (Malaysia) Sdn. Bhd. (Malaysia)	Paragon Duchess Ltd. (Cayman)	100%	98-0599238
44	x	Paragon Offshore (Labuan) Pte. Ltd. (Labuan, Malaysia)	Paragon Duchess Ltd. (Cayman)	100%	98-0613505
45	x	Paragon Offshore (Luxembourg) S.à r.l.	Paragon FDR Holdings LTD (Cayman)	100%	98-1235897
46		Paragon Offshore Hungary Ltd. (Hungary)	Paragon Offshore (Luxembourg) S.à r.l.	100%	
47	x	Paragon Offshore Holdings US Inc. (DE)	Paragon Offshore plc (UK)	100%	46-5761960
48	x	Paragon Offshore Drilling LLC (DE)	Paragon Offshore Holdings US Inc. (DE)	100%	73-0374541
49		Paragon Offshore (GOM) Inc. (DE)	Paragon Offshore Drilling LLC (DE)	100%	
50		Paragon Offshore Services LLC (DE)	Paragon Offshore (GOM) Inc. (DE)	100%	
51		Paragon Offshore (Canada) Ltd. (Alberta)	Paragon Offshore Drilling LLC (DE)	100%	
52		Bawden Drilling Inc. (DE)	Paragon Offshore (Canada) Ltd. (Alberta)	100%	
53		Bawden Drilling International Ltd. (Bermuda)	Paragon Offshore (Canada) Ltd. (Alberta)	100%	
54		Resolute Insurance Group Ltd. (Bermuda)	Bawden Drilling International Ltd. (Bermuda)	100%	

Paragon Offshore plc
Organizational Structure
Exhibit Related to Schedule A/B, Part 4, Question 15 and SOFA 25

Count	Debtor	Legal Entity Name	Parent	% Ownership	US Federal
					Tax ID
55	Paragon Offshore Investment Ltd. (Cayman)	Paragon Offshore Investment Ltd. (Cayman)	Paragon Offshore plc (UK)	100%	
56	Paragon Offshore (Gibraltar) Limited (Gibraltar)	Paragon Offshore (Gibraltar) Limited (Gibraltar)	Paragon Offshore plc (UK)	100%	
57	Prospector Offshore Drilling Rig Construction S.à r.l. (Luxembourg)	Prospector Offshore Drilling Rig Construction S.à r.l. (Luxembourg)	Paragon Offshore (Gibraltar) Limited (Gibraltar)	100%	
58	Prospector Rig 6 Owning Company S.à r.l. (Luxembourg)	Prospector Rig 6 Owning Company S.à r.l. (Luxembourg)	Prospector Offshore Drilling Rig Construction S.à r.l. (Luxembourg)	100%	
59	Prospector Rig 7 Owning Company S.à r.l. (Luxembourg)	Prospector Rig 7 Owning Company S.à r.l. (Luxembourg)	Prospector Offshore Drilling Rig Construction S.à r.l. (Luxembourg)	100%	
60	Prospector Rig 8 Owning Company S.à r.l. (Luxembourg)	Prospector Rig 8 Owning Company S.à r.l. (Luxembourg)	Prospector Offshore Drilling Rig Construction S.à r.l. (Luxembourg)	100%	
61	Paragon Offshore Finance Company (Cayman)	Paragon Offshore Finance Company (Cayman)	Paragon Offshore plc (UK)	100%	
62	Paragon International Investment Limited (Cayman)	Paragon International Investment Limited (Cayman)	Paragon Offshore Finance Company (Cayman)	100%	
63	Prospector Offshore Drilling SA (Luxembourg)	Prospector Offshore Drilling SA (Luxembourg)	Paragon Offshore plc (UK)	100%	
64	Prospector Rig 1 Owning Company S.à r.l. (Luxembourg)	Prospector Rig 1 Owning Company S.à r.l. (Luxembourg)	Prospector Offshore Drilling SA (Luxembourg)	100%	
65	Prospector Rig 5 Owning Company S.à r.l. (Luxembourg)	Prospector Rig 5 Owning Company S.à r.l. (Luxembourg)	Prospector Offshore Drilling SA (Luxembourg)	100%	
66	Prospector Rig 1 Contracting Company S.à r.l. (Luxembourg)	Prospector Rig 1 Contracting Company S.à r.l. (Luxembourg)	Prospector Offshore Drilling SA (Luxembourg); sold to and leased from Prospector One Corp 7/24/15	0%	
67	Prospector Rig 5 Contracting Company S.à r.l. (Luxembourg)	Prospector Rig 5 Contracting Company S.à r.l. (Luxembourg)	Prospector Offshore Drilling SA (Luxembourg); sold to and leased from Prospector Five Corp 7/24/15	0%	
68	Prospector Offshore Drilling (Singapore) PTE LTD (Singapore)	Prospector Offshore Drilling (Singapore) PTE LTD (Singapore)	Prospector Offshore Drilling SA (Luxembourg)	100%	
69	Prospector Offshore Drilling (UK) Ltd. (UK)	Prospector Offshore Drilling (UK) Ltd. (UK)	Prospector Offshore Drilling SA (Luxembourg)	100%	
70	Prospector Offshore Drilling Limited (Cyprus)	Prospector Offshore Drilling Limited (Cyprus)	Prospector Offshore Drilling SA (Luxembourg)	100%	
71	Prospector New Building S.à r.l. (Luxembourg)	Prospector New Building S.à r.l. (Luxembourg)	Prospector Offshore Drilling Limited (Cyprus)	100%	
72	Prospector Finance S.à r.l. (Luxembourg)	Prospector Finance S.à r.l. (Luxembourg)	Prospector Offshore Drilling Limited (Cyprus)	100%	
73	Prospector Finance S.à r.l. Luxembourg Baar Branch (Switzerland)	Prospector Finance S.à r.l. Luxembourg Baar Branch (Switzerland)	Prospector Finance S.à r.l. (Luxembourg)	100%	
74	Prospector Finance II S. A. (Luxembourg)	Prospector Finance II S. A. (Luxembourg)	Prospector Finance S.à r.l. (Luxembourg)	100%	
75	Prospector Finance II S.A. Luxembourg Baar Branch (Switzerland)	Prospector Finance II S.A. Luxembourg Baar Branch (Switzerland)	Prospector Finance II S.A. (Luxembourg)	100%	
76	Prospector Finance Rig 1 S.à r.l. (Luxembourg)	Prospector Finance Rig 1 S.à r.l. (Luxembourg)	Prospector Finance II S. A. (Luxembourg)	100%	
77	Prospector Finance Rig 1 S.à r.l. Luxembourg Baar Branch (Switzerland)	Prospector Finance Rig 1 S.à r.l. Luxembourg Baar Branch (Switzerland)	Prospector Finance Rig 1 S.à r.l. (Luxembourg)	100%	

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule A/B: Assets — Real and Personal Property

Part 5: Inventory, excluding agriculture assets - detail

18. Does the debtor own any inventory (excluding agriculture assets)?

- No. Go to Part 6.
- Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
19.1 _____	_____	_____	_____	_____
20. Work in progress				
20.1 _____	_____	_____	_____	_____
21. Finished goods, including goods held for resale				
21.1 _____	_____	_____	_____	_____
22. Other Inventory or supplies				
22.1 _____	_____	_____	_____	_____

23. **Total of Part 5**

Add lines 19 through 22. Copy the total to line 84.

24. Is any of the property listed in Part 5 perishable?

- No
- Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- No
- Yes. Book Value _____ Valuation method _____ Current value _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- No
- Yes

Schedule A/B: Assets — Real and Personal Property

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land) - detail

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- No. Go to Part 7.
- Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested 28.1 _____			
29. Farm animals Examples: Livestock, poultry, farm-raised fish 29.1 _____			
30. Farm machinery and equipment (Other than titled motor vehicles) 30.1 _____			
31. Farm and fishing supplies, chemicals, and feed 31.1 _____			
32. Other farming and fishing-related property not already listed in Part 6 32.1 _____			

33. **Total of Part 6**

Add lines 28 through 32. Copy the total to line 85.

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34. **Is the debtor a member of an agricultural cooperative?**

- No
- Yes. Is any of the debtor's property stored at the cooperative?
 - No
 - Yes

35. **Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?**

- No
- Yes. Book Value _____ Valuation method _____ Current value _____

36. **Is a depreciation schedule available for any of the property listed in Part 6?**

- No
- Yes

37. **Has any of the property listed in Part 6 been appraised by a professional within the last year?**

- No
- Yes

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule A/B: Assets — Real and Personal Property

Part 7: Office furniture, fixtures, and equipment; and collectibles - detail

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- No. Go to Part 8.
- Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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39. Office furniture

39.1 _____

40. Office fixtures

40.1 _____

41. Office equipment, including all computer equipment and communication systems equipment and software

41.1 _____

42. Collectibles

42.1 _____

43. Total of Part 7

Add lines 39 through 42. Copy the total to line 86.

44. Is a depreciation schedule available for any of the property listed in Part 7?

- No
- Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- No
- Yes

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule A/B: Assets — Real and Personal Property

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- No. Go to Part 9.
- Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

47.1 _____

48. Watercraft, trailers, motors, and related accessories

Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

48.1 RIG L1116 _____ \$565,857

48.2 RIG L781 _____ \$2,416,049

49. Aircraft and accessories

49.1 _____

50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)

50.1 _____

51. Total of Part 8

Add lines 47 through 50. Copy the total to line 87.

\$2,981,906

52. Is a depreciation schedule available for any of the property listed in Part 8?

- No
- Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- No
- Yes

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule A/B: Assets — Real and Personal Property

Part 9: Real property - detail

54. Does the debtor own or lease any real property?

- No. Go to Part 10.
- Yes. Fill in the information below.

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

55.1 _____

56. Total of Part 9

Add the current value on all Question 55 lines and entries from any additional sheets. Copy the total to line 88.

57. Is a depreciation schedule available for any of the property listed in Part 9?

- No
- Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- No
- Yes

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule A/B: Assets — Real and Personal Property

Part 10: Intangibles and intellectual property - detail

59. Does the debtor have any interests in intangibles or intellectual property?

- No. Go to Part 11.
- Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets 60.1 _____			
61. Internet domain names and websites 61.1 _____			
62. Licenses, franchises, and royalties 62.1 _____			
63. Customer lists, mailing lists, or other compilations 63.1 _____			
64. Other intangibles, or intellectual property 64.1 _____			
65. Goodwill 65.1 _____			
66. Total of Part 10 Add lines 60 through 65. Copy the total to line 89.			

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- No
- Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- No
- Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- No
- Yes

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule A/B: Assets — Real and Personal Property

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form? Include all interests in executory contracts and unexpired leases not previously reported on this form.

- No. Go to Part 12.
- Yes. Fill in the information below.

General description	Current value of debtor's interest
<p>71. Notes receivable Description (include name of obligor)</p> <p>71.1 _____</p>	
<p>72. Tax refunds and unused net operating losses (NOLs) Description (for example, federal, state, local)</p> <p>72.1 _____</p>	
<p>73. Interests in insurance policies or annuities</p> <p>73.1 _____</p>	
<p>74. Causes of action against third parties (whether or not a lawsuit has been filed)</p> <p>74.1 _____</p>	
<p>75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims</p> <p>75.1 _____</p>	
<p>76. Trusts, equitable or future interests in property</p> <p>76.1 _____</p>	
<p>77. Other property of any kind not already listed Examples: Season tickets, country club membership Examples: Season tickets, country club membership</p> <p>77.1 _____</p>	

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule A/B: Assets — Real and Personal Property

Part 11: All other assets

78. Total of Part 11

Add lines 71 through 77. Copy the total to line 90.

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79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

No

Yes

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule A/B: Assets — Real and Personal Property

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property	Total of all property
80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1.	\$0		
81. Deposits and prepayments. Copy line 9, Part 2.	\$0		
82. Accounts receivable. Copy line 12, Part 3.	\$0		
83. Investments. Copy line 17, Part 4.	\$0		
84. Inventory. Copy line 23, Part 5.	\$0		
85. Farming and fishing-related assets. Copy line 33, Part 6.	\$0		
86. Office furniture, fixtures, and equipment; and collectibles. Copy line 43, Part 7.	\$0		
87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$2,981,906		
88. Real property. Copy line 56, Part 9.		\$0	
89. Intangibles and intellectual property. Copy line 66, Part 10.	\$0		
90. All other assets. Copy line 78, Part 11.	\$0		
91. Total. Add lines 80 through 90 for each column.	a. \$2,981,906	b. \$0	
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.			\$2,981,906

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

SPECIFIC NOTES REGARDING SCHEDULE D

Creditors Holding Secured Claims

Except as otherwise agreed pursuant to a stipulation, agreed order, or general order entered by the Bankruptcy Court, the Debtors reserve their rights to dispute or challenge the extent, validity, priority, perfection, or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a creditor listed on Schedule D of any Debtor. Moreover, although the Debtors may have scheduled claims of various creditors as secured claims, the Debtors reserve all rights to dispute or challenge the secured nature of any such creditor's claim or the characterization of the structure of any such transaction or any document or instrument (including, without limitation, any intercreditor or intercompany agreement) related to such creditor's claim. In certain instances, a Debtor may be a co-obligor, co-mortgagor, or guarantor with respect to scheduled claims of other Debtors, and no claim set forth on Schedule D of any Debtor is intended to acknowledge claims of creditors that are otherwise satisfied or discharged by other entities. If a Debtor is a guarantor with respect to a scheduled claim of another Debtor, the claim will be labeled "Contingent." The descriptions provided on Schedule D are intended only as a summary. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent, and priority of any liens. Nothing in the Global Notes or the Schedules and Statements shall be deemed a modification or interpretation of the terms of such agreements.

Certain of the Debtors' agreements listed on Schedule G may be in the nature of conditional sales agreements or secured financing agreements. No attempt has been made to identify such agreements for purposes of Schedule D. However, the Debtors reserve all of their rights to amend Schedule D in the future to the extent the Debtors determine that any claims associated with such agreements are properly reported on Schedule D. The Debtors reserve all of their rights, claims, and causes of action with respect to claims associated with any contracts and agreements listed in Schedule G, including the right to dispute or challenge the characterization of the structure of any transaction, document, or instrument related to a creditor's claim, including to argue that an agreement listed in Schedule G may be treated as a secured financing agreement, rather than an executory contract or unexpired lease. Nothing herein shall be construed as an admission by the Debtors of the legal rights of the claimant or a waiver of the Debtors' rights to recharacterize or reclassify such claim or contract.

Some of the Debtors' creditors may have filed mechanic or materialman's liens following the commencement of the Debtors' Chapter 11 Cases. Some liens may, by virtue of section 546(b) of the Bankruptcy Code and applicable law, relate back to the period prior to the Petition Date. Any such liens that have been filed after the petition date may not be listed on Schedule D.

To the extent that any landlords, real property and personal property lessors, utility companies, or other creditors hold a security deposit from any of the Debtors and to the extent that such deposits constitute secured claims, such deposits are not listed on Schedule D, except as specifically stated herein.

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule D: Creditors Who Have Claims Secured by Property

1. Do any creditors have claims secured by debtor's property?

- No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

Creditor's Name and Mailing Address, E-mail Address & An Account Number	Co-Interest	Insider	Co-Debtor	Date Claim was Incurred, Property Description, Lien & Co-Interest Creditor	C U D	Amount of Claim	Value of Collateral
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Secured Debt

2.1	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT 1350 6TH AVENUE NEW YORK, NY 10019	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	DATE: 7/18/2014 DESCRIPTION: SECURED TERM LOAN AGREEMENT	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	\$641,875,000	
2.2	JPMORGAN CHASE BANK, N.A., AGENT ATTN: NEIL BOYLAN 383 MADISON AVENUE NEW YORK, NY 10179 EMAIL: NEIL.BOYLAN@JPMORGAN.COM	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	DATE: 6/17/2014 DESCRIPTION: COLLATERAL AGENT FOR SECURED REVOLVING CREDIT AGREEMENT	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	\$795,661,528	

Secured Debt Total: \$1,437,536,528

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule D: Creditors Who Have Claims Secured by Property

Amount of Claim

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$1,437,536,528

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule D: Creditors Who Have Claims Secured by Property**Part 2: List Others to Be Notified for a Debt Already Listed in Part 1**

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

Name and Mailing Address	Part 1 Line on which the Related Creditor was Listed	Last 4 Digits of Account Number for this Entity
KAYE SCHOLER LLP ATTN: MARK LISCIO 250 WEST 55TH STREET NEW YORK, NY 10019-9710	LINE: 2.1	Not Available
KAYE SCHOLER LLP ATTN: SCOTT TALMADGE 250 WEST 55TH STREET NEW YORK, NY 10019-9710	LINE: 2.1	Not Available
KAYE SCHOLER LLP ATTN: H. PETER HAVELES, JR. 250 WEST 55TH STREET NEW YORK, NY 10019-9710	LINE: 2.1	Not Available
KAYE SCHOLER LLP ATTN: BENJAMIN MINTZ 250 WEST 55TH STREET NEW YORK, NY 10019-9710	LINE: 2.1	Not Available
LANDIS RATH & COBB LLP ATTN: KERRI K. MUMFORD 919 MARKET STREET WILMINGTON, DE 19801	LINE: 2.2	Not Available
LANDIS RATH & COBB LLP ATTN: TRAVIS J. FERGUSON 919 MARKET STREET WILMINGTON, DE 19801	LINE: 2.2	Not Available
LANDIS RATH & COBB LLP ATTN: KIMBERLY A. BROWN 919 MARKET STREET WILMINGTON, DE 19801	LINE: 2.2	Not Available
LANDIS RATH & COBB LLP ATTN: ADAM G. LANDIS 919 MARKET STREET WILMINGTON, DE 19801	LINE: 2.2	Not Available
POTTER ANDERSON & CORROON LLP ATTN: ETTA R. MAYERS 1313 NORTH MARKET STREET, SIXTH FL P.O. BOX 951 WILMINGTON, DE 19899-0951	LINE: 2.1	Not Available
POTTER ANDERSON & CORROON LLP ATTN: EMERY ABDEL-LATIF 1313 NORTH MARKET STREET, SIXTH FL P.O. BOX 951 WILMINGTON, DE 19899-0951	LINE: 2.1	Not Available

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule D: Creditors Who Have Claims Secured by Property**Part 2: List Others to Be Notified for a Debt Already Listed in Part 1**

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

Name and Mailing Address	Part 1 Line on which the Related Creditor was Listed	Last 4 Digits of Account Number for this Entity
POTTER ANDERSON & CORROON LLP ATTN: JEREMY W. RYAN 1313 NORTH MARKET STREET, SIXTH FL P.O. BOX 951 WILMINGTON, DE 19899-0951	LINE: 2.1	Not Available
SIMPSON THACHER & BARTLETT LLP ATTN: MARY BETH FORSHAW 425 LEXINGTON AVENUE NEW YORK, NY 10179	LINE: 2.2	Not Available
SIMPSON THACHER & BARTLETT LLP ATTN: BRYCE L. FRIEDMAN 425 LEXINGTON AVENUE NEW YORK, NY 10179	LINE: 2.2	Not Available
SIMPSON THACHER & BARTLETT LLP ATTN: MORRIS MASSEL 425 LEXINGTON AVENUE NEW YORK, NY 10179	LINE: 2.2	Not Available
SIMPSON THACHER & BARTLETT LLP ATTN: NICHOLAS BAKER 425 LEXINGTON AVENUE NEW YORK, NY 10179	LINE: 2.2	Not Available
SIMPSON THACHER & BARTLETT LLP ATTN: MATTHEW T. O'CONNOR 425 LEXINGTON AVENUE NEW YORK, NY 10179	LINE: 2.2	Not Available
SIMPSON THACHER & BARTLETT LLP ATTN: LEAH E. BARNES 425 LEXINGTON AVENUE NEW YORK, NY 10179	LINE: 2.2	Not Available
SIMPSON THACHER & BARTLETT LLP ATTN: SANDY QUSBA 425 LEXINGTON AVENUE NEW YORK, NY 10179	LINE: 2.2	Not Available
SIMPSON THACHER & BARTLETT LLP ATTN: KATHERINE A. MCLENDON 425 LEXINGTON AVENUE NEW YORK, NY 10179	LINE: 2.2	Not Available
SIMPSON THACHER & BARTLETT LLP ATTN: MEGAN A. TWEED 425 LEXINGTON AVENUE NEW YORK, NY 10179	LINE: 2.2	Not Available

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

SPECIFIC NOTES REGARDING SCHEDULE E/F

Creditors Holding Unsecured Priority Claims

The listing of any claim on Schedule E/F does not constitute an admission by the Debtors that such claim is entitled to priority treatment under section 507 of the Bankruptcy Code. The Debtors reserve all of their rights to dispute the amount and/or the priority status of any claim on any basis at any time.

On March 8, 2016, the Bankruptcy Court entered the Final Order (I) Authorizing Debtors (A) to Pay Certain Prepetition Wages, Salaries, Employee Benefits, and Other Compensation, (B) to Maintain Employee Benefit Programs and Pay Related Administrative Obligations, and (C) to Pay Temporary Employee Objections, and (II) Authorizing Financial Institutions to Receive, Process, Honor, and Pay All Checks Presented for Payment and to Honor All Fund Transfer Requests Related to Such Obligations Pursuant to Sections 105(a), 363(b), and 507 of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004 (the "Employee Wage Order") [D.I. 133]. Pursuant to the Employee Wage Order, the Debtors believe that any priority claims of current employees for prepetition amounts have been or will be satisfied, and such satisfied amounts therefore may not be listed on Schedule E/F.

On March 8, 2016, the Bankruptcy Court also entered the Final Order (I) Authorizing Debtors to Pay Certain Prepetition Taxes and Assessments and (II) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers Pursuant to Sections 363(b), 507(a), 541(d), and 105(a) of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004 (the "Tax Order") [D.I. 132]. Pursuant to the Tax Order, the Debtors believe that any priority claims of taxing authorities for prepetition amounts have been or will be satisfied, and such satisfied amounts therefore may not be listed on Schedule E/F.

Creditors Holding Unsecured Nonpriority Claims

The Debtors have used reasonable best efforts to list all general unsecured claims against the Debtors on Schedule E/F based upon the Debtors' existing books and records.

Schedule E/F does not include certain deferred credits, deferred charges, deferred liabilities, accruals, or general reserves. Such amounts are general estimates of liabilities and do not represent specific claims as of the Petition Date; however, such amounts are reflected on the Debtors' books and records as required in accordance with GAAP. Such accruals are general estimates of liabilities and do not represent specific claims as of the Petition Date.

Schedule E/F does not include certain reserves for potential unliquidated contingencies that historically were carried on the Debtors' books as of the Petition Date; such reserves were for potential liabilities only and do not represent actual liabilities as of the Petition Date.

On March 8, 2016, the Bankruptcy Court entered the Final Order Authorizing Debtors to Pay Prepetition Claims of General Unsecured Creditors in the Ordinary Course of Business Pursuant to Sections 105(a), 363(d), 363(b), and 503(b)(9), of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004 (the "Trade Order") [D.I. 135]. Certain claims liabilities listed on Schedule E/F may have been or may be satisfied in accordance with the Trade Order.

The claims listed in Schedule E/F arose or were incurred on various dates. In certain instances, the date on which a claim arose is an open issue of fact. Although commercially reasonable efforts have been made to identify the date of incurrence of each claim, determining the date upon which each claim in Schedule E/F was incurred or arose would be unduly burdensome and cost prohibitive and, therefore, the Debtors do not list a date for each claim listed on Schedule E/F.

Schedule E/F contains information regarding potential and pending litigation involving the Debtors. In certain instances, the Debtor that is the subject of the litigation is unclear or undetermined. To the extent that litigation involving a particular Debtor has been identified, however, such information is contained in the Schedule for that Debtor.

Schedule E/F reflects the prepetition amounts owing to counterparties to executory contracts and unexpired leases. Such prepetition amounts, however, may be paid in connection with the assumption, or assumption and assignment, of an executory contract or unexpired lease. In addition, Schedule E/F does not include rejection damage claims of the counterparties to the executory contracts and unexpired leases that have been or may be rejected, to the extent such damage claims exist.

Except in certain limited circumstances, the Debtor has not scheduled contingent and unliquidated liabilities related to guaranty obligations on Schedule E/F. Such guaranties are, instead, listed on Schedule G.

The claims of individual creditors for, among other things, goods, services, or taxes listed on the Debtors' books and records may not reflect credits or allowances due from such creditors. The Debtors reserve all of their rights in respect of such credits or allowances. The dollar amounts listed may be exclusive of contingent or unliquidated amounts.

Unless the Debtor was required to pay ancillary costs, such as freight, miscellaneous fees and taxes, such costs are not included in the liabilities scheduled, as such amounts do not represent actual liabilities of the Debtor.

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule E/F: Creditors Who Have Unsecured Claims

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- No. Go to Part 2.
- Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

Creditor's Name, Mailing Address Including Zip Code	Date Claim Was Incurred And Account Number	C	U	D	Offset	Total Claim	Priority Amount
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Taxes and certain other debts owed to the government 507(a)(8)

2.1 SERVICE DE RECETTE BUREAU 18, RUE DU FORT WEDELL L-2718 LUXEMBOURG	UNKNOWN ACCOUNT NO.: NOT AVAILABLE	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	UNDETERMINED	UNDETERMINED
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**Taxes and certain other debts owed to the government 507(a)(8)
Total: UNDETERMINED UNDETERMINED**

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule E/F: Creditors Who Have Unsecured Claims

Part 1: List All Creditors with PRIORITY Unsecured Claims

Total: All Creditors with PRIORITY Unsecured Claims

UNDETERMINED UNDETERMINED

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule E/F: Creditors Who Have Unsecured Claims

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Creditor's Name, Mailing Address Including Zip Code	Date Claim Was Incurred And Account Number	C	U	D	Basis For Claim	Offset	Amount of Claim
Bond Debt							
3.1 DEUTSCHE BANK TRUST COMPANY AMERICAS ATTN CORPORATES TEAM DEAL MANAGER - PARAGON OFFSHORE 60 WALL STREET, 16TH FLOOR MAIL STOP NYC60-1630 NEW YORK, NY 10005	7/18/2014 ACCOUNT NO.: NOT AVAILABLE	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Senior Notes - 7.25% Due 2024	<input type="checkbox"/>	\$546,114,112
3.2 DEUTSCHE BANK TRUST COMPANY AMERICAS ATTN CORPORATES TEAM DEAL MANAGER - PARAGON OFFSHORE 60 WALL STREET, 16TH FLOOR MAIL STOP NYC60-1630 NEW YORK, NY 10005	7/18/2014 ACCOUNT NO.: NOT AVAILABLE	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Senior Notes - 6.75% Due 2022	<input type="checkbox"/>	\$474,636,199
Bond Debt Total:							\$1,020,750,311

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule E/F: Creditors Who Have Unsecured Claims

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

Creditor's Name, Mailing Address Including Zip Code	Date Claim Was Incurred And Account Number	C U D	Basis For Claim	Offset	Amount of Claim
Trade Payables					
3.3 ERNST & YOUNG LLP 1401 MCKINNEY, STE. 1200 HOUSTON, TX 77010-4035	UNKNOWN ACCOUNT NO.: NOT AVAILABLE	<input checked="" type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>		<input type="checkbox"/>	\$13,305
3.4 OIL STATES SKAGIT SMATCO 1180 MULBERRY ROAD HOUMA, LA 70363	UNKNOWN ACCOUNT NO.: NOT AVAILABLE	<input checked="" type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>		<input type="checkbox"/>	\$62,456
Trade Payables Total:					\$75,761

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule E/F: Creditors Who Have Unsecured Claims

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

Total: All Creditors with NONPRIORITY Unsecured Claims

\$1,020,826,072

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule E/F: Creditors Who Have Unsecured Claims**Part 3: List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

Creditor's Name, Mailing Address Including Zip Code	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
4.1 MORGAN, LEWIS & BOCKIUS LLP GLENN E. SIEGEL, JOSHUA DORCHAK & JAMES O MOORE 113 PARK AVENUE NEW YORK, NY 10178-0072	LINE: 3.1	Not Available
4.2 MORGAN, LEWIS & BOCKIUS LLP ATTN: CRYSTAL R. AXELROD 1012 LOUISIANA ST SUITE 4012 HOUSTON, TX 77014	LINE: 3.2	Not Available
4.3 MORGAN, LEWIS & BOCKIUS LLP JODY C. BARILLARE 1019 NORTH ORANGE ST, SUITE 501 THE NEMOURS BUILDING WILMINGTON, DE 19813	LINE: 3.1	Not Available
4.4 MORGAN, LEWIS & BOCKIUS LLP GLENN E. SIEGEL, JOSHUA DORCHAK & JAMES O MOORE 113 PARK AVENUE NEW YORK, NY 10178-0072	LINE: 3.2	Not Available
4.5 MORGAN, LEWIS & BOCKIUS LLP JODY C. BARILLARE 1019 NORTH ORANGE ST, SUITE 501 THE NEMOURS BUILDING WILMINGTON, DE 1392625	LINE: 3.2	Not Available
4.6 MORGAN, LEWIS & BOCKIUS LLP ATTN: CRYSTAL R. AXELROD 1012 LOUISIANA ST SUITE 4012 HOUSTON, TX 1449826	LINE: 3.1	Not Available

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule E/F: Creditors Who Have Unsecured Claims

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

		<u>Total of claim amounts</u>
5a. Total claims from Part 1	5a.	\$0

5b. Total claims from Part 2	5b. +	\$1,020,826,072

5c. Total of Parts 1 and 2	5c.	\$1,020,826,072

<div style="border: 1px solid black; width: fit-content; margin-left: auto; margin-right: auto; padding: 2px;"> \$1,020,826,072 </div>		

Lines 5a + 5b = 5c.

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

SPECIFIC NOTES REGARDING SCHEDULE G

Executory Contracts

The Debtors' business is complex. While the Debtors' existing books, records, and financial systems have been relied upon to identify and schedule executory contracts at each of the Debtors, and although commercially reasonable efforts have been made to ensure the accuracy of Schedule G, inadvertent errors, omissions, or overinclusion may have occurred. The Debtors do not make, and specifically disclaim, any representation or warranty as to the completeness or accuracy of the information set forth on Schedule G. The Debtors hereby reserve all of their rights to dispute the validity, status, or enforceability of any contract, agreement, or lease set forth in Schedule G and to amend or supplement Schedule G as necessary. The contracts, agreements, and leases listed on Schedule G may have expired or may have been modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters, memoranda, and other documents, instruments, and agreements that may not be listed therein despite the Debtors' use of reasonable efforts to identify such documents. Further, unless otherwise specified on Schedule G, each executory contract or unexpired lease listed thereon shall include all exhibits, schedules, riders, modifications, declarations, amendments, supplements, attachments, restatements, or other agreements made directly or indirectly by any agreement, instrument, or other document that in any manner affects such executory contract or unexpired lease, without respect to whether such agreement, instrument or other document is listed thereon.

In some cases, the same supplier or provider appears multiple times in Schedule G. This multiple listing is intended to reflect distinct agreements between the applicable Debtor and such supplier or provider.

In the ordinary course of business, the Debtors may have issued numerous purchase orders for supplies, product, and related items which, to the extent that such purchase orders constitute executory contracts, are not listed individually on Schedule G. To the extent that goods were delivered under purchase orders prior to the Petition Date, vendors' claims with respect to such delivered goods are included on Schedule E/F.

As a general matter, certain of the Debtors' executory contracts and unexpired leases could be included in more than one category. In those instances, one category has been chosen to avoid duplication. Further, the designation of a category is not meant to be wholly inclusive or descriptive of the entirety of the rights or obligations represented by such contract.

Certain of the executory contracts and unexpired leases listed on Schedule G may contain certain renewal options, guarantees of payment, options to purchase, rights of first refusal, right to lease additional space, and other miscellaneous rights. Such rights, powers, duties, and obligations are not set forth separately on Schedule G. In addition, the Debtors may have entered into various other types of agreements in the ordinary course of their business, such as easements, right of way, subordination, nondisturbance, and atonement agreements, supplemental agreements, amendments/letter agreements, title agreements, and confidentiality agreements. Such documents may not be set forth in Schedule G.

The Debtors hereby reserve all of their rights, claims, and causes of action with respect to the contracts and agreements listed on Schedule G, including the right to dispute or challenge the characterization or the structure of any transaction, document, or instrument related to a creditor's claim, to dispute the validity, status, or enforceability of any contract, agreement, or lease set forth in Schedule G, and to amend the schedule as necessary.

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule G: Executory Contracts and Unexpired Leases

1. Does the debtor have any executory contracts or unexpired leases?

- No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- Yes. Fill in all of the information below even if the contracts or leases are listed on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B).

2. List all contracts and unexpired leases

Nature of the Debtor's Interest	Expiration Date	Contract ID	Co-Debtor	Name	Address
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Service Agreements

2. 1	SERVICE AGREEMENT	Evergreen	<input type="checkbox"/>	TMF LUXEMBOURG S.A.	ATTN: BOARD OF DIRECTORS 46A, AVENUE J.F KENNEDY L-1855 LUXEMBOURG
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PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule G: Executory Contracts and Unexpired Leases

TOTAL NUMBER OF CONTRACTS: 1

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

SPECIFIC NOTES REGARDING SCHEDULE H

Codebtors

Although the Debtors have made every effort to ensure the accuracy of Schedule H, inadvertent errors, omissions, or inclusions may have occurred. The Debtors hereby reserve all rights to dispute the validity, status, and enforceability of any obligations set forth on Schedule H and to further amend or supplement such Schedule as necessary.

The Debtors further reserve all rights, claims, and causes of action with respect to the obligations listed on Schedule H, including the right to dispute or challenge the characterization or the structure of any transaction, document, or instrument related to a creditor's claim. The listing of a contract, guarantee, or other obligation on Schedule H shall not be deemed an admission that such obligation is binding, valid, or enforceable.

In the ordinary course of their business, the Debtors are involved in pending or threatened litigation and claims arising out of the conduct of their business. These matters may involve multiple plaintiffs and defendants, some or all of whom may assert cross-claims and counterclaims against other parties. Because such claims are listed elsewhere in the Statements and Schedules, they have not been set forth individually on Schedule H.

Schedule H also reflects guarantees by various Debtors. The Debtors may not have identified certain guarantees that are embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments, and other such agreements. Further, the Debtors believe that certain of the guarantees reflected on Schedule H may have expired or may no longer be enforceable. Thus, the Debtors reserve their right, but shall not be required, to amend the Schedules to the extent that additional guarantees are identified or such guarantees are discovered to have expired or unenforceable.

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors**1. Does the debtor have any codebtors?**

No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.

Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G.

Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2.1 PARAGON (MIDDLE EAST) LIMITED C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.2 PARAGON ASSET (ME) LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.3 PARAGON ASSET (UK) LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.4 PARAGON ASSET COMPANY LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.5 PARAGON DRILLING SERVICES 7 LLC C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2.6 PARAGON DUCHESS LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.7 PARAGON FDR HOLDINGS LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.8 PARAGON HOLDING SCS 1 LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.9 PARAGON HOLDING SCS 2 LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.10 PARAGON INTERNATIONAL FINANCE COMPANY C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.11 PARAGON LEONARD JONES LLC C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.12 PARAGON OFFSHORE (LABUAN) PTE LTD UNIT 3A-10 LABUAN TIMES SQUARE JALAN MERDEKA LABUAN F. T. 87000 MY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2. 13 PARAGON OFFSHORE (LUXEMBOURG) S.A R.L. 291, ROUTE D'ARLON LUXEMBOURG L-1150 LU	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2. 14 PARAGON OFFSHORE (NEDERLAND) B.V. PARALLELWEG 96 1948 NM BEVERWIJK NL	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2. 15 PARAGON OFFSHORE (NORTH SEA) LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2. 16 PARAGON OFFSHORE CONTRACTING GMBH LINDENSTRASSE 14 3RD FLOOR BAAR 6340 CH	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2. 17 PARAGON OFFSHORE DO BRASIL LTDA ALAMEDA DO ACUDE 175-PARTE, NOVO CAVALEIROS NO MUNICIPIO DE MACAE ESTADO DO RIO DE JANEIRO CEP 27901-000 BR	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2. 18 PARAGON OFFSHORE DRILLING LLC 3151 BRIARPARK DRIVE STE. 700 HOUSTON, TX 77042	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2. 19 PARAGON OFFSHORE FINANCE COMPANY C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2.20 PARAGON OFFSHORE HOLDINGS US INC 3151 BRIARPARK DRIVE STE. 700 HOUSTON, TX 77042	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.21 PARAGON OFFSHORE INTERNATIONAL LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.22 PARAGON OFFSHORE LEASING (LUXEMBOURG) S.A R.L. 291, ROUTE D'ARLON LUXEMBOURG L-1150 LU	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.23 PARAGON OFFSHORE LEASING (SWITZERLAND) GMBH LINDENSTRASSE 14 3RD FLOOR BAAR 6340 CH	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.24 PARAGON OFFSHORE PLC 3151 BRIARPARK DRIVE STE. 700 HOUSTON, TX 77042	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.25 PGN OFFSHORE DRILLING (MALAYSIA) SDN BHD C/O TRICOR CORPORATE SERVICES SDN. BHD. UNIT 30-01, LEVEL 30, TOWER A AVENUE 3, BANGSAR SOUTH, NO. 8 JALAN KERINCHI, KUALA LUMPUR 59200 MY	CORTLAND CAPITAL MARKET SERVICES LLC AS ADMINISTRATIVE AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED TERM LOAN AGREEMENT				
2.26 PARAGON (MIDDLE EAST) LIMITED C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2.27 PARAGON (MIDDLE EAST) LIMITED C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.28 PARAGON ASSET (ME) LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.29 PARAGON ASSET (ME) LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.30 PARAGON ASSET (UK) LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.31 PARAGON ASSET (UK) LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.32 PARAGON ASSET COMPANY LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.33 PARAGON ASSET COMPANY LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2.34 PARAGON DRILLING SERVICES 7 LLC C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.35 PARAGON DRILLING SERVICES 7 LLC C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.36 PARAGON DUCHESS LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.37 PARAGON DUCHESS LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.38 PARAGON FDR HOLDINGS LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.39 PARAGON FDR HOLDINGS LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.40 PARAGON HOLDING SCS 1 LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2. 41 PARAGON HOLDING SCS 1 LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2. 42 PARAGON HOLDING SCS 2 LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2. 43 PARAGON HOLDING SCS 2 LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2. 44 PARAGON INTERNATIONAL FINANCE COMPANY C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2. 45 PARAGON INTERNATIONAL FINANCE COMPANY C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2. 46 PARAGON LEONARD JONES LLC C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2. 47 PARAGON LEONARD JONES LLC C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2. 48 PARAGON OFFSHORE (LABUAN) PTE LTD UNIT 3A-10 LABUAN TIMES SQUARE JALAN MERDEKA LABUAN F. T. 87000 MY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2. 49 PARAGON OFFSHORE (LABUAN) PTE LTD UNIT 3A-10 LABUAN TIMES SQUARE JALAN MERDEKA LABUAN F. T. 87000 MY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2. 50 PARAGON OFFSHORE (LUXEMBOURG) S.A R.L. 291, ROUTE D'ARLON LUXEMBOURG L-1150 LU	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2. 51 PARAGON OFFSHORE (LUXEMBOURG) S.A R.L. 291, ROUTE D'ARLON LUXEMBOURG L-1150 LU	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2. 52 PARAGON OFFSHORE (NEDERLAND) B.V. PARALLELWEG 96 1948 NM BEVERWIJK NL	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2. 53 PARAGON OFFSHORE (NEDERLAND) B.V. PARALLELWEG 96 1948 NM BEVERWIJK NL	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2. 54 PARAGON OFFSHORE (NORTH SEA) LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2.55 PARAGON OFFSHORE (NORTH SEA) LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.56 PARAGON OFFSHORE CONTRACTING GMBH LINDENSTRASSE 14 3RD FLOOR BAAR 6340 CH	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.57 PARAGON OFFSHORE CONTRACTING GMBH LINDENSTRASSE 14 3RD FLOOR BAAR 6340 CH	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.58 PARAGON OFFSHORE DO BRASIL LTDA ALAMEDA DO ACUDE 175-PARTE, NOVO CAVALEIROS NO MUNICIPIO DE MACAE ESTADO DO RIO DE JANEIRO CEP 27901-000 BR	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.59 PARAGON OFFSHORE DO BRASIL LTDA ALAMEDA DO ACUDE 175-PARTE, NOVO CAVALEIROS NO MUNICIPIO DE MACAE ESTADO DO RIO DE JANEIRO CEP 27901-000 BR	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.60 PARAGON OFFSHORE DRILLING LLC 3151 BRIARPARK DRIVE STE. 700 HOUSTON, TX 77042	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.61 PARAGON OFFSHORE DRILLING LLC 3151 BRIARPARK DRIVE STE. 700 HOUSTON, TX 77042	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2.62 PARAGON OFFSHORE FINANCE COMPANY C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.63 PARAGON OFFSHORE FINANCE COMPANY C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.64 PARAGON OFFSHORE HOLDINGS US INC 3151 BRIARPARK DRIVE STE. 700 HOUSTON, TX 77042	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.65 PARAGON OFFSHORE HOLDINGS US INC 3151 BRIARPARK DRIVE STE. 700 HOUSTON, TX 77042	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.66 PARAGON OFFSHORE INTERNATIONAL LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.67 PARAGON OFFSHORE INTERNATIONAL LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.68 PARAGON OFFSHORE LEASING (LUXEMBOURG) S.A R.L. 291, ROUTE D'ARLON LUXEMBOURG L-1150 LU	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2.69 PARAGON OFFSHORE LEASING (LUXEMBOURG) S.A R.L. 291, ROUTE D'ARLON LUXEMBOURG L-1150 LU	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.70 PARAGON OFFSHORE LEASING (SWITZERLAND) GMBH LINDENSTRASSE 14 3RD FLOOR BAAR 6340 CH	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.71 PARAGON OFFSHORE LEASING (SWITZERLAND) GMBH LINDENSTRASSE 14 3RD FLOOR BAAR 6340 CH	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.72 PARAGON OFFSHORE PLC 3151 BRIARPARK DRIVE STE. 700 HOUSTON, TX 77042	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.73 PARAGON OFFSHORE PLC 3151 BRIARPARK DRIVE STE. 700 HOUSTON, TX 77042	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				
2.74 PGN OFFSHORE DRILLING (MALAYSIA) SDN BHD C/O TRICOR CORPORATE SERVICES SDN. BHD. UNIT 30-01, LEVEL 30, TOWER A AVENUE 3, BANGSAR SOUTH, NO. 8 JALAN KERINCHI, KUALA LUMPUR 59200 MY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 6.75% DUE 2022				
2.75 PGN OFFSHORE DRILLING (MALAYSIA) SDN BHD C/O TRICOR CORPORATE SERVICES SDN. BHD. UNIT 30-01, LEVEL 30, TOWER A AVENUE 3, BANGSAR SOUTH, NO. 8 JALAN KERINCHI, KUALA LUMPUR 59200 MY	DEUTSCHE BANK TRUST COMPANY AMERICAS	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
SENIOR NOTES - 7.25% DUE 2024				

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2.76 PARAGON (MIDDLE EAST) LIMITED C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.77 PARAGON ASSET (ME) LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.78 PARAGON ASSET (UK) LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.79 PARAGON ASSET COMPANY LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.80 PARAGON DRILLING SERVICES 7 LLC C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.81 PARAGON DUCHESS LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.82 PARAGON FDR HOLDINGS LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2. 83 PARAGON HOLDING SCS 1 LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2. 84 PARAGON HOLDING SCS 2 LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2. 85 PARAGON INTERNATIONAL FINANCE COMPANY C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2. 86 PARAGON LEONARD JONES LLC C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2. 87 PARAGON OFFSHORE (LABUAN) PTE LTD UNIT 3A-10 LABUAN TIMES SQUARE JALAN MERDEKA LABUAN F. T. 87000 MY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2. 88 PARAGON OFFSHORE (LUXEMBOURG) S.A R.L. 291, ROUTE D'ARLON LUXEMBOURG L-1150 LU	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2. 89 PARAGON OFFSHORE (NEDERLAND) B.V. PARALLELWEG 96 1948 NM BEVERWIJK NL	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2.90 PARAGON OFFSHORE (NORTH SEA) LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.91 PARAGON OFFSHORE CONTRACTING GMBH LINDENSTRASSE 14 3RD FLOOR BAAR 6340 CH	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.92 PARAGON OFFSHORE DO BRASIL LTDA ALAMEDA DO ACUDE 175-PARTE, NOVO CAVALEIROS NO MUNICIPIO DE MACAE ESTADO DO RIO DE JANEIRO CEP 27901-000 BR	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.93 PARAGON OFFSHORE DRILLING LLC 3151 BRIARPARK DRIVE STE. 700 HOUSTON, TX 77042	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.94 PARAGON OFFSHORE FINANCE COMPANY C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.95 PARAGON OFFSHORE HOLDINGS US INC 3151 BRIARPARK DRIVE STE. 700 HOUSTON, TX 77042	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.96 PARAGON OFFSHORE INTERNATIONAL LTD C/O MAPLES CORPORATE SERVICES LIMITED P.O. BOX 309 UGLAND HOUSE, S. CHURCH STREET GRAND CAYMAN KY1-1104 KY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				

PARAGON HOLDING NCS 2 S.A R.L.

Case Number: 16-10401 (CSS)

Schedule H: Codebtors

Column 1	Column 2	Applicable Schedule		
Codebtor Name and Mailing Address	Creditor Name	D	E/F	G
2.97 PARAGON OFFSHORE LEASING (LUXEMBOURG) S.A R.L. 291, ROUTE D'ARLON LUXEMBOURG L-1150 LU	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.98 PARAGON OFFSHORE LEASING (SWITZERLAND) GMBH LINDENSTRASSE 14 3RD FLOOR BAAR 6340 CH	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.99 PARAGON OFFSHORE PLC 3151 BRIARPARK DRIVE STE. 700 HOUSTON, TX 77042	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				
2.100 PGN OFFSHORE DRILLING (MALAYSIA) SDN BHD C/O TRICOR CORPORATE SERVICES SDN. BHD. UNIT 30-01, LEVEL 30, TOWER A AVENUE 3, BANGSAR SOUTH, NO. 8 JALAN KERINCHI, KUALA LUMPUR 59200 MY	JPMORGAN CHASE BANK, N.A., AGENT	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
SECURED REVOLVING CREDIT AGREEMENT				

Total Number of Co-Debtor / Creditor rows: 100

Fill in this information to identify the case:

Debtor Name: PARAGON HOLDING NCS 2 S.A R.L.

United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case Number (if known): 16-10401 (CSS)

Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)

1a. Real property:		
Copy line 88 from Schedule A/B		\$0
1b. Total personal property:		
Copy line 91A from Schedule A/B		\$2,981,906
	+	
1c. Total of all property:		
Copy line 92 from Schedule A/B		\$2,981,906

Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)

Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D	\$1,437,536,528
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3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)

3a. Total claim amounts of priority unsecured claims:		
Copy the total claims from Part 1 from line 6a of Schedule E/F		\$0
3b. Total amount of claims of nonpriority amount of unsecured claims:		
Copy the total of the amount of claims from Part 2 from line 6b of Schedule E/F		\$1,020,826,072

+

4. Total liabilities

Lines 2 + 3a + 3b	\$2,458,362,600
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Fill in this information to identify the case and this filing:	
Debtor Name:	PARAGON HOLDING NCS 2 S.A R.L.
United States Bankruptcy Court for the:	DISTRICT OF DELAWARE
Case Number (if known):	16-10401 (CSS)

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

Warning -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and Signature

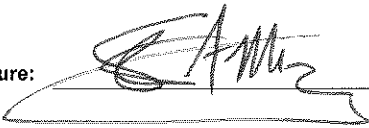
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule _____
- Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on: April 14, 2016

Signature: 

Steven A. Manz, Authorized Representative
Name and Title